

PAMELA A. FALLS
ATTORNEY AT LAW
23 Lindbergh Lane
Basking Ridge, NJ 07920
(201) 221-0947

MEMBER OF NEW JERSEY
AND PENNSYLVANIA BARS

PLEASE REPLY TO:

Mr. John H. Bayne
Interstate Commerce Commission
Room 2303
12th St. and Constitution Ave. NW
Washington, DC 20423

March 20, 1985

14604
REGISTRATION NO. FILED 1465
MAR 27 1985 -2 45 PM
CC Washington, D. C.

Re: Filing of Bill of Sale

INTERSTATE COMMERCE COMMISSION

Dear Mr. Bayne:

Power of attorney attached and return a copy marked filed, please.
Kindly file the enclosed Bill of Sale with *copy of death certificate and* Purchase Agreement attached. *covered hopper*
~~I have enclosed an original and a certified copy.~~

This sale concerns the transfer of two railroad ~~tank~~ cars from:

SELLER: *Ranate E Randall* #RRRX 3117
RRRX 3124

BUYER:

First National Equipment Corporation
10 Woodhill Rd.
Towaco, NJ 07082

Enclosed is my trust check for \$50.00. *123

Kindly return the filed documents to me in the enclosed, self addressed, stamped envelope.

Thank you for your prompt attention.

Sincerely yours,

Pamela A. Falls
Pamela A. Falls, Attorney
for First National Equipm
Corporation

~~Special Delivery~~
CERTIFIED MAIL # P 754-326-892

Interstate Commerce Commission
Washington, D.C. 20423

3/27/85

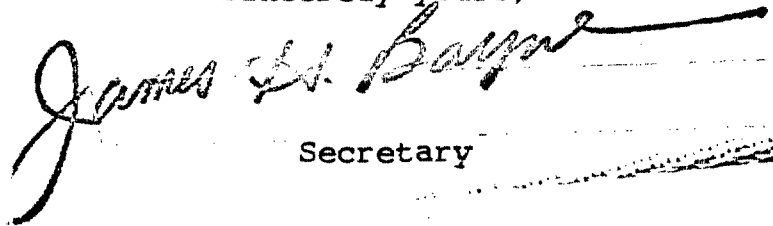
OFFICE OF THE SECRETARY

Pamela A Falls
Attorney At Law
23 Lindberg Lane
Basking Ridge, N.J. 07920

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/27/85 at 2:45pm and assigned re-recording number(s). 14604

Sincerely yours,


Secretary

Enclosure(s)

14604

REGISTRATION NO. 14604

MAR 27 1985 -2 51 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

THIS BILL OF SALE is made as of this 1st day of March, 1985 by RENATE Z. RANDALL, a Florida resident (the "Seller") and FIRST NATIONAL EQUIPMENT CORPORATION, a New Jersey corporation (the "Buyer").

WHEREAS, pursuant to a letter dated November 5, 1984 the parties have agreed to purchase and sell 2 Pullman 4750 cubic foot capacity, 100 ton steel hopper cars, Serial Numbers RRRX3117 and RRRX3124 (the "Hopper Cars").

NOW THEREFORE, in consideration of the premises, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1. Conveyance. Seller does hereby sell, assign, convey warrant and deliver to Buyer the Hopper Cars, and included therewith all right, title and interest in all accounts receivable due Seller from Rex Leasing, Inc. for the period commencing on January 1, 1985 to the date hereof and which when eligible for payment on May 15, 1985 shall be paid directly to Buyer.

2. Acceptance and Assumption. The Buyer hereby accepts the foregoing sale and assignment. The Buyer hereby delivers the purchase price of Forty Thousand Dollars (\$40,000).


3. Representation and Warranty. Seller represents and warrants that at the time of execution and delivery of this Bill of Sale, Seller owns good and marketable title to the Hopper Cars, free and clear of all mortgages, liens, encumbrances, charges, claims, restrictions, pledges, security interests or impositions.

IN WITNESS WHEREOF, the parties hereto have caused this Bill of Sale to be executed in their names as of the date first above written.




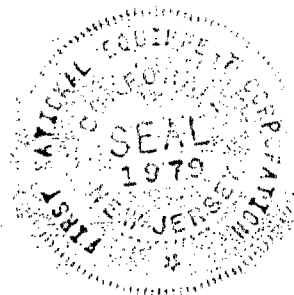
Renate Z. Randall, by William L. Randall, pursuant to a Power of Attorney dated August 28, 1984

FIRST NATIONAL EQUIPMENT CORPORATION

By 
GENERAL MANAGER

Attest:


23 Lindbergh Lane
Basking Ridge, NJ 07920



STATE OF WISCONSIN)

) SS.

COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me this 13th day of March, 1985 by William L. Randall, a Wisconsin resident, on behalf of Renate Z. Randall, pursuant to a power of attorney dated August 28, 1984.

Rose Marie Jordan

Notary Public, Milwaukee County,
State of Wisconsin

My commission: Expires 11-20-88

STATE OF New Jersey)

) SS.

COUNTY OF Essex)

The foregoing instrument was acknowledged before me this 16th day of Feb March, 1985 by Edward L. CRANSTON and General Manager, respectively, of First National Equipment Corporation, a New Jersey corporation, on behalf of the corporation.

Pamela A. Fallo

ATTORNEY AT LAW - STATE OF NEW JERSEY
Notary Public, _____ County, _____
State of _____

My commission: _____
(May notarize documents as atty)

DWL51:P



DEPARTMENT OF

Health & Rehabilitative Services

Robert Graham, Governor

DISTRICT NINE

I HEREBY CERTIFY THIS TO BE A TRUE COPY
OF THE LOCAL REGISTRAR'S RECORDPALM BEACH COUNTY DEPARTMENT OF
PUBLIC HEALTH901 EVERNIA ST.
WEST PALM BEACH, FL 33401Warning:
(Not valid unless the raised
seal of the Bureau of Vital
Statistics is affixed.)

SEAL

DEPUTY REGISTRAR
VITAL RECORDS UNITCERTIFICATE OF DEATH
FLORIDA

LOCAL FILE NO. **5776** STATE FILE NO.

DECEDENT—NAME FIRST MIDDLE LAST SEX DATE OF DEATH (Mo., Day, Yr.)

CLIFFORD A. RANDALL Male **Sept. 17, 1984**

RACE—e.g., White, Black, Am. Indian, etc. (Specify) AGE—Last Birthday (Yr.) UNDER 1 YEAR UNDER 1 DAY DATE OF BIRTH (Mo., Day, Yr.) COUNTY OF DEATH

White **80** **Sept. 16, 1904** **Palm Beach**

CITY, TOWN OR LOCATION OF DEATH HOSPITAL OR OTHER INSTITUTION—Name (If not in either, give street and number) IF HOSP. OR INST. (Indicate D, OP, Emer. Rm., Inpatient, Special)

Delray Beach **50 East Road 9-F**

STATE OF BIRTH (If not in U.S.A., name country) CITIZEN OF WHAT COUNTRY MARRIED, NEVER MARRIED, WIDOWED, DIVORCED (Specify) SURVIVING SPOUSE (If wife, give maiden name)

Ohio **U.S.A.** **Married** **Renate Zimmers**

SOCIAL SECURITY NUMBER USUAL OCCUPATION (Give kind of work done during most of working life, even if retired) KIND OF BUSINESS OR INDUSTRY

387-20-7571 **Attorney** **Law**

RESIDENCE—STATE COUNTY CITY, TOWN OR LOCATION STREET AND NUMBER INSIDE CITY LIMIT (Specify Yes or No)

Florida **Palm Beach** **Delray Beach** **50 East Road 9-F** **yes**

FATHER—NAME FIRST MIDDLE LAST MOTHER—MAIDEN NAME FIRST MIDDLE LAST

Edward **Randall** **Amelia** **Schiapacasse**

INFORMANT—Name (Type or Print) MAILING ADDRESS STREET OR R.F.D. NO. CITY OR TOWN STATE ZIP

Renate Randall **50 East Road 9-F, Delray Beach, Florida 33444**

BURIAL, CREMATION, REMOVAL, OTHER (Specify) CEMETERY OR CREMATORY—NAME LOCATION CITY OR TOWN STATE

Removal **Holy Cross Cemetery** **Milwaukee, Wisconsin**

FUNERAL DIRECTOR (Signature) FUNERAL HOME ADDRESS

1094 **Scobee-Ireland-Potter Funeral Home** **320 N. E. 5th. Av. Delray Beach, Fl. 334**

20a To the best of my knowledge, death occurred at the time, date and place and due to the cause(s) stated (Signature and Title) 21a On the basis of examination and/or investigation, in my opinion death occurred at time, date and place and due to the cause(s) stated (Signature and Title)

Sept. 18, 1984 **4:00 A.M.** **M**

20b NAME OF ATTENDING PHYSICIAN IF OTHER THAN CERTIFIER (Type or Print) 21b PRONOUNCED DEAD (Mo., Day, Yr.) 21c PRONOUNCED DEAD (Hour)

Herbert L. Wachtel, M.D., 909 Palm Trail, Delray Beach, Fl. 33444

22 NAME AND ADDRESS OF CERTIFIER (PHYSICIAN, MEDICAL EXAMINER) (Type or print)

REGISTRAR DATE RECEIVED BY REGISTRAR (Mo., Day, Yr.)

September 18, 1984

23a (Signature) 23b

24 IMMEDIATE CAUSE (ENTER ONLY ONE CAUSE PER LINE FOR (a), (b), AND (c))

PART I (a) **cardiopulmonary arrest** Interval between onset and death **minutes**

DUE TO, OR AS A CONSEQUENCE OF (b) **alzheimer's disease** Interval between onset and death **2 years**

DUE TO, OR AS A CONSEQUENCE OF (c)

PART II OTHER SIGNIFICANT CONDITIONS—Conditions contributing to death but not related to cause given in PART I (a) PART III IF FEMALE, WAS THERE A PREGNANCY IN THE PAST 3 MONTHS? (Yes/No) 25 AUTOPSY (yes or no) 26 CASE REFERRED TO MEDICAL EXAMINER (Specify Yes or No)

Respiratory tract infection **no** **no** **no**

(Probably) ACCIDENT, SUICIDE or HOMICIDE, or UNDETERMINED (Specify) DATE OF INJURY (Mo., Day, Yr.) HOUR OF INJURY DESCRIBE HOW INJURY OCCURRED

27a **27b** **27c** **27d**

INJURY AT WORK (Specify Yes or No) PLACE OF INJURY—At home, farm, street, factory, office building, etc. (Specify) LOCATION STREET OR R.F.D. NO. CITY OR TOWN STATE

27e **27f** **27g**

TYPE
OR PRINT
PERMANENT
BLACK
INK
SEE
HANDBOOK
FOR
INSTRUCTIONS
6014

DECEDENT

IF DEATH
OCCURRED IN
INSTITUTION
SEE HANDBOOK
REGARDING
COMPLETION OF
RESIDENCE ITEMS

PARENTS

DISPOSITION

CERTIFIER

CONDITIONS
IF ANY
WHICH GAVE
RISE TO
IMMEDIATE
CAUSE (a)
STATING THE
UNDERLYING
CAUSE LASTCAUSE OF
DEATH

DURABLE FAMILY
POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

That I, RENATE Z. RANDALL, of the County of Palm Beach, State of Florida, do by this act and these presents hereby make, constitute and appoint my son, WILLIAM L. RANDALL, my true and lawful attorney-in-fact with full power to act in my stead, and in my behalf to execute all such instruments and to make, do and transact all and every kind of business whatsoever in my name as fully as though I myself were acting; said power to include, without in any way limiting the generality of the foregoing, full power and authority to do or perform for me, in my name, place and stead, any and all of the following, to-wit:

1. To endorse checks, notes and drafts and all instruments for deposit, collection or otherwise; to draw checks upon any bank, banker, trust company or banking house against any funds deposited to my credit with them, and to deliver such checks, and to deliver orders for the payment and withdrawal of moneys for any account of mine in or with any bank, banker, trust company or banking house, and to deliver such moneys to any person, persons, corporation or association; and to have access to any safe deposit box in my name;

2. To purchase, sell, pledge or otherwise dispose of any securities, whether stocks, bonds or otherwise, to exercise any rights or warrants with respect thereto, to register said securities, whether stocks, bonds or otherwise, in my name or in the name of any broker or any nominee or any trust of which I am a beneficiary, and in my name, place and stead to execute any transfers, assignments or other instruments as shall be necessary or convenient therefor;

3. To vote at the meetings of any corporation or corporations and otherwise to act as my proxy or representative in respect to any shares now held or which may hereafter be acquired by me therein, and for that purpose to sign and execute any proxies, or other instruments in my name and in my behalf;

4. To manage and superintend all real estate of which I am or may become possessed, including the right to collect the rents and mortgage the same;

5. To sell and convey, on such terms and for such consideration as my said attorney-in-fact shall deem wise, any and all property, both real and personal, owned by me, and in my name, stead and behalf to execute, acknowledge, seal and deliver all deeds or other instruments for such purposes;

6. To sell, mortgage, hypothecate, and in any and every way and manner deal in and with goods and merchandise, choses in action, and other property, in possession or in action, and to release mortgages on lands or chattels;

7. To borrow any sum or sums of money, at such rate of interest, and upon such terms, provisions and conditions as he may think fit, and, for any such purpose, to sign, seal, acknowledge and deliver any bond or bonds, or to make, sign and deliver any note or notes, and, collateral to any such bond or bonds, or note or notes, to sign, seal, acknowledge and deliver a mortgage or mortgages on any of my lands, tenements and hereditaments, and on any of my personal property;

8. To obtain insurance of any kind, nature or description whatsoever, in any of my lands, tenements and hereditaments and/or in connection with the management, use or operation thereof and/or on any personal property belonging to me and/or in respect of the rents, issues and profits arising therefrom, and to make, execute and file proof or proofs of all loss or losses sustained or claimable thereunder, and all other instruments in and about the same, and to make, execute and deliver receipts, releases or other discharges therefor, under seal or otherwise;

9. To commence, prosecute, or enforce, or to defend, answer or oppose all actions or other legal proceedings touching any of the matters aforesaid or any other matters in which I am or may be hereafter interested or concerned, and also, to compromise or refer to arbitration any such action or proceeding;

10. To make, sign and execute in my name and on my behalf any and all tax returns, state and federal, which I may be required to make for any and all taxable years;

11. To transfer title to any property of mine to the trustee of any trust which I may have established during my lifetime if such trust provides for availability of principal and income for me during my lifetime and also provides for revocation and amendment by me during my lifetime;

12. To make gifts to such one or more of my issue and the spouses of my issue (including my attorney-in-fact) as my attorney-in-fact shall determine if my attorney-in-fact shall determine that such gifts are advisable for tax or other reasons and if he believes that I would want such gifts made if I were making the decision at that time.

GIVING AND GRANTING unto my said attorney-in-fact full power and authority to do and perform all and every act, deed and thing whatsoever in and about my estate, property and affairs, as fully as I might or could do if present and acting.

The foregoing enumeration of specific powers does not, and shall not, in any way control, limit or diminish the general powers herein granted in order to carry out the purposes hereinbefore expressed.

I hereby ratify and confirm whatsoever my attorney-in-fact or a substitute or substitutes shall do in the premises by virtue of this authority.

This durable family power of attorney shall be effective until expressly revoked by me, and it shall not be affected by my disability except as provided by statute. I hereby release all persons from any possible liability arising from their reliance on this power of attorney if they have no actual knowledge that said power of attorney has been revoked by me. The fact that I may have made investments and entered into other transactions after the execution of this power of attorney shall not be construed to imply a revocation thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal this 28th day of August
1984.

Renate Z. Randall (SEAL)
Renate Z. Randall

Signed in the Presence of:

Virginia P. McNeil

David H. Henshaw

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

Personally came before me this 28th day of
August, 1984, the above-named RENATE Z. RANDALL, to
me known to be the person described in and who executed the
foregoing instrument and acknowledged the same as her free act
and deed.

Susan L. Rowlett
Notary Public, Florida
My Commission: _____

NOTARY PUBLIC-STATE OF FLORIDA
MY COMMISSION EXP: AUG 24, 1987
BONDED THRU GEN. INSURANCE UND

DLM1:G